



IMMUCELL CORP /DE/

FORM 8-K

(Current Report Filing)

Filed 03/06/24 for the Period Ending 03/04/24

Address 56 EVERGREEN DR, PORTLAND, ME, 04103
Telephone (727) 384-2323
CIK 0000811641
Symbol ICCC
SIC Code 2835 - In Vitro & In Vivo Diagnostic Substances
Fiscal Year 12/31

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) March 4, 2024

ImmuCell Corporation

(Exact name of registrant as specified in its charter)

DE
(State or other jurisdiction
of incorporation)

001-12934
(Commission File Number)

01-0382980
(IRS Employer
Identification No.)

56 Evergreen Drive Portland, Maine
(Address of principal executive offices)

04103
(Zip Code)

Registrant's telephone number, including area code 207-878-2770

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common Stock, \$0.10 par value per share	ICCC	Nasdaq

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 1.01 Entry Into a Material Definitive Agreement.

On March 4, 2024, ImmuCell Corporation (the "Company") entered into an Amending Agreement (the "Amendment") with Norbrook Laboratories Limited ("Norbrook"), which Amendment amends that certain Development Services and Commercial Supply Agreement, dated September 5, 2019, by and between the Company and Norbrook (as amended to date, the "Agreement"). Pursuant to the Agreement, Norbrook provides certain formulation, aseptic filling and packaging services for the Company at its FDA-licensed facility in connection with the regulatory approval and subsequent commercial product sales of **Re-Tain™**, our purified Nisin treatment for subclinical mastitis in lactating dairy cows. The Amendment provides, among other things, that the Agreement between the Company and Norbrook shall terminate automatically on November 30, 2024 (subject to the terms of the Agreement).

The foregoing description of the Amendment is qualified in its entirety by reference to the Amendment, which is filed as Exhibit 10.1 hereto and incorporated herein by this reference.

Item 9.01 Exhibits.

(d) Exhibits

Exhibit No.	Description
10.1	Amending Agreement between the Company and Norbrook Laboratories Limited dated as of March 4, 2024.
104	Cover Page Interactive Data File

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IMMUCELL CORPORATION

Date: March 6, 2024

By: /s/ Michael F. Brigham
Michael F. Brigham
President and Chief Executive Officer

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EXHIBIT INDEX

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